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OCT 05 2022

CLERK U.S. BANKRUPTCY COURT
Central District of California
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UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
SANTA ANA DIVISION

In re:

TRX HOLDCO, LLC, a Delaware limited
liability company,

Debtor and Debtor in Possession.

In re:

FITNESS ANYWHERE LLC, a Delaware
limited liability company, dba TRX and TRX
Training,

Debtor and Debtor in Possession.

Lead Case No.: 8:22-bk-10948-SC

Jointly administered with:
8:22-bk-10949-SC
Chapter 11 Cases

**ORDER APPROVING ASSUMPTION AND
ASSIGNMENT OF UNEXPIRED LEASES
AND/OR EXECUTORY CONTRACTS**

[No hearing required]

Affects both Debtors

Affects TRX Holdco, LLC only

Affects Fitness Anywhere, LLC only

1 Pursuant to paragraph 19 and all other applicable provisions of that certain *Order*
2 *Granting Debtors' Motion For An Order: (1) Approving Sale Of Substantially All Of The*
3 *Debtors' Assets Free And Clear Of Certain Liens, Claims, Interests And Encumbrances; (2)*
4 *Approving Assumption And Assignment of Unexpired Leases And Executory Contracts And*
5 *Determining Cure Amounts, And Approving Rejection Of Unexpired Leases And Executory*
6 *Contracts Which Are Not Assumed; (3) Waiving The 14-Day Stay Periods Of Bankruptcy Rule*
7 *6044(h) And 6006(d); And Granting Related Relief* [Docket No. 280] (the “Sale Order”) and
8 upon review of the *Notice of Assumption And Assignment Of Executory Contracts* [Docket No.
9 316] (the “Notice”), the Court ORDERS that the contracts identified below and in the Notice
10 between Debtor Fitness Anywhere, LLC and the counterparties listed (the “Contracts”) are
11 hereby deemed assumed by Fitness Anywhere, LLC and assigned to JFXD Capital LLC, a
12 Florida limited liability company, effective as of August 26, 2022, pursuant 11 U.S.C. § 365 (a)
13 and (f) and upon the terms and conditions set forth in the Sale Order. The Contracts are as
14 follows:

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<u>Counter Party</u>	<u>Description</u>
Adaptive Insights LLC	Software services agreement
Anytime Fitness LLC	Distributor agreement
Avalara	Software services agreement
Commercial Fitness Products Inc	Distributor agreement
Eat The Frog Fitness	Licensees for purchases from TRX.
Federal Bureau of Investigation National	Distribution agreement
GSA	Government Contract
Microsoft Corporation	Software subscription agreement
Power Digital Marketing Inc	Marketing services agreement
Sporting Life Pty. Ltd	Consulting services agreement
Tigers International Logistics BV	Logistics services agreement
TMA Worldwide Inc	Warehouse services agreement
USA Global Logistics/FreightHawk Xpress	Warehouse services agreement

IT IS SO ORDERED.

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Date: October 5, 2022



Scott C. Clarkson
United States Bankruptcy Judge